

**UNITED STATES DISTRICT COURT  
DISTRICT OF MASSACHUSETTS**

CANDY M. SOUSA, on behalf of herself )  
and all others similarly situated, )

Plaintiff, )

V.

Civil Action No. 3:04-CV-30022 (MAP)

WAVE SYSTEMS CORPORATION, )  
JOHN E. BAGALAY, JR., STEVEN K. )  
SPRAGUE, and GERARD T. FEENEY, )  
 )  
Defendants. )

**MOTION TO CHANGE CAPTION**

Lead Plaintiffs Anne Brumbaugh, Gary L. Harmon and Randy K. Griffin (collectively, the “Brumbaugh Group” or “Plaintiffs”) respectfully move this Court for a change of caption in this action, which has been designated by the Court as the lead case in this group of consolidated actions. In support of this Motion, Plaintiffs would respectfully show the following:

1. Eight similar actions, alleging securities fraud under Sections 10(b) and 20(a) of the Securities Exchange Act of 1934, were filed in this Court against defendants Wave Systems Corporation (“Wave Systems”); John E. Bagalay, Jr. (“Bagalay”); Steven V. Sprague (“Sprague”); and Gerard T. Feeney (Feeney”).<sup>1</sup>

2. By order of this Court dated September 3, 2004, (the “September 3 Order”), the above captioned action, Sousa v. Wave Systems Corp., et al., No. 04-30022-MAP, (“Sousa”), was designated as the lead case, and the other seven actions were consolidated with Sousa. The

<sup>1</sup> Bagalay is not named as a defendant in all of the related actions.

September 3 Order also provided, inter alia, as follows:

- a) that the Brumbaugh Group be appointed lead plaintiffs;
- b) that the firm of Schifffrin & Barroway, LLP be appointed lead counsel;
- c) that the firm of Gilman and Pastor, LLP be appointed liaison counsel;
- d) that a related case filed in the U.S. District Court for the District of New Jersey, Trebitch v. Wave Systems Corporation, et al., No. 04-266-JCL, which is anticipated to be transferred to this Court, shall, if and when such transfer occurs, be consolidated with Sousa; and
- e) that Plaintiffs shall file a motion to amend the caption of Sousa to reflect the fact that the Brumbaugh Group has been appointed as lead plaintiffs.

3. Accordingly, Plaintiffs move that the caption of Sousa be changed to the following:

Anne Brumbaugh v. Wave Systems Corporation, No. 04-cv-30022 (MAP).

**CERTIFICATION PURSUANT TO LOCAL RULE 7.1(A) (2)**

Undersigned counsel certifies that they have conferred with counsel for defendants in a good faith effort to resolve or narrow the issues raised by this Motion and that defendants' counsel indicated that they would assent to relief sought by this Motion.

Respectfully submitted,

/s/ David Pastor

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**Plaintiffs' Lead Counsel**